

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	Case No.: 01-1139(JJF)
W.R. GRACE & CO., et al.,)	Jointly Administered
)	
Debtors.)	Related to Docket No. 5429 &
)	5/24/04 Agenda Item No. 6

**CERTIFICATION OF COUNSEL REGARDING ORDER GRANTING RENEWED
MOTION OF TIMOTHY KANE FOR RELIEF FROM THE AUTOMATIC STAY**

I, Thomas C. Martin, Esquire, an attorney with the law firm of Fox Rothschild LLP, co-counsel to Timothy Kane ("Movant"), in the RENEWED MOTION OF TIMOTHY KANE FOR RELIEF FROM THE AUTOMATIC STAY (the "Motion"), hereby certify the following:

1. Counsel for W.R. Grace & Co. (the "Debtor") and counsel for Movant have agreed to terms under which the relief sought in the Motion may be granted, which terms are set forth in the attached proposed order (the "Order").

2. The Order has been circulated to counsel for the Debtor and I am advised by my co-counsel, Stuart F. Cohen, Esquire of the firm Conroy Simberg Ganon Krevans & Abel, P.A. that the provisions and relief granted in the Order are acceptable to the Debtor and further those provisions and relief are as presented to the Court by Mr. Cohen via conference telephone in the hearing on this case of even date herewith.

3. Accordingly, the undersigned respectfully requests that the Court enter the Order at the convenience of the Court.

FOX ROTHSCHILD LLP

/s/ Thomas C. Martin

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-and-

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Dated: June 8, 2004